

CHANGE IN GENERAL PARTNERS FOR

(BORROWER)

In accordance with Rural Development Instruction 1965-B, Section 1965.63, the following conditions have been met for the processing of a change in general partners for this borrower:

1. ____ The borrower has provided a listing showing the name, address, Employer Identification or Social Security number, and percent of ownership of each member, stockholder, general partner, or beneficiary of a trust that will have an interest in the organization.
2. ____ All new or substitute general partners have submitted a current, dated, and signed financial statement showing assets and liabilities, with status and repayment schedule of each debt. If any new or substitute general partner is an organization, they must also furnish a copy of their organizational documents with evidence (eg. Resolution authorizing action) that it is OK for them to become GP's in the limited partnership. The organization should also furnish a current Missouri Certificate of Good Standing.
3. ____ A resume for each new or substitute general partner has been submitted, together with a statement setting forth any Identity of Interest.
4. ____ The Area Office has reviewed the above items, and has determined that the incoming general partners will not adversely affect the borrower's continued eligibility under the requirements of RD Regulations 1944-E.
5. ____ The borrower is unable to provide the housing from its own resources and is unable to obtain the necessary credit from private sources on terms and conditions that would enable the borrower to refinance their Rural Development indebtedness and operate the project for amounts within the payment ability of those eligible to occupy the housing or benefit from the project. The assets of the individual general partners have also been considered.
6. ____ The change in general partners will not adversely affect the operations of the project. Liens will not be taken against the Rural Development security for the loan.
7. ____ The new and/or substitute general partner must agree to assume the responsibilities and obligations of the original general partner under the terms of the Rural Development promissory note, mortgage, and the borrower's partnership agreements. See format for assumption at 1965.63 (e)(6).
8. ____ Approval of this general partner change will not adversely affect the RHS program, and the objectives of the loan will not be changed, and the successful operation of the project will not be jeopardized.
9. ____ Signed Form RD 465-1, Application for Partial Release, Subordination, or Consent.
10. ____ Submit the following to the State Office for review and final OGC and S/O approval.
 - A. All of the above documentation
 - B. Signed 465-1 by Area Office.
 - C. Proposed or amended partnership agreement or certificate.
 - D. All existing partner agreements, amendments, certificates, documentation, etc.
 - E. Current Missouri Certificate of Good Standing for the Limited Partnership.

Based on the documentation provided, I recommend APPROVAL DISAPPROVAL of the proposed change in general partners.

Signature

Date